

**A RESOLUTION OF THE COMMON COUNCIL OF THE CITY OF EVANSVILLE
APPROVING AN ASSET PURCHASE AGREEMENT BY AND BETWEEN THE CITY
OF EVANSVILLE BY AND THROUGH ITS WATER AND SEWER UTILITY
DEPARTMENT AND TODD CARPENTER AS RECEIVER FOR AND ON BEHALF OF
OLD STATE UTILITY CORPORATION**

WHEREAS, Old State Utility Corporation ("OSU"), located in Vanderburgh County, Indiana is a private utility providing sewage services to customers in the Shady Hills subdivision in rural Vanderburgh County, Indiana; and

WHEREAS, OSU is currently operating under receivership, pursuant to an Order of the Vanderburgh Superior Court, Cause No. 82D03-0710-CC-05218, *Old State Utility Corporation v. Evansville Water and Sewer Utility, et al.*; and

WHEREAS, the Vanderburgh Superior Court entered a judgment in favor of the Evansville Water and Sewer Utility ("EWSU") against OSU for \$130,293.00 (the "Judgment"), which represented the amount of unpaid sewage fees OSU owed EWSU; and

WHEREAS, OSU and EWSU entered into an Asset Purchase Agreement for the purchase of OSU assets in exchange for the forgiveness of all amounts owed by OSU to EWSU pursuant to the Judgment and in the interest of maintaining a continuity of service for the residents serviced by OSU; and

WHEREAS, the Indiana Utility Regulatory Commission, in Cause No. 44485 dated July 23, 2014, has approved the acquisition by sale and transfer of OSU's sewer utility assets to EWSU in accordance with the terms of the Asset Purchase Agreement; and

WHEREAS, I.C. 8-1.5-2-3 provides that consent of the municipal legislative body is required to acquire a utility within the county in which the municipality is located.

NOW, THEREFORE, BE IT RESOLVED by the Common Council of the City of Evansville, Indiana, as follows:

1. The Common Council of the City of Evansville hereby consents to the acquisition of OSU's sewer utility asset by EWSU in accordance with the terms of the Asset Purchase Agreement.

PASSED BY the Common Council of the City of Evansville, Indiana, on the 17 day of November, 2014, on said day signed by the President of the Common Council and attested by the City Clerk.

FILED

NOV 13 2014

Anna Winkler
CITY CLERK



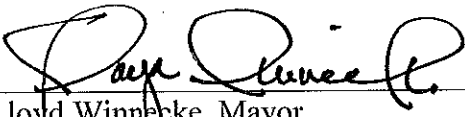
John Friend, President of the Common
Council, City of Evansville, Indiana

ATTEST: Laura Brown Windhorst
Laura Brown Windhorst, City Clerk

Presented by me, the undersigned City Clerk of the City of Evansville, Indiana, to the Mayor of said city, this 19 day of November, 2014, at 3:30 o'clock p.m. for his consideration and action thereon.

Laura Brown Windhorst
Laura Brown Windhorst, City Clerk
City of Evansville, Indiana

Having examined the foregoing resolution, I do now, as Mayor of the City of Evansville, Indiana, approve said resolution and return the same to the City Clerk this 21st day of November, 2014, at 1:30 o'clock p.m.


Lloyd Winnecke, Mayor
City of Evansville, Indiana

APPROVED AS TO FORM
BY TED C. ZIEMER, JR., CORPORATION COUNSEL